

AG
139

MINING LEASE AGREEMENT

DATED [] 2010

BETWEEN

THE REPUBLIC OF SIERRA LEONE

AND

KOIDU HOLDINGS S.A.

RELATING TO THE MINING AND COMMERCIAL EXPLOITATION OF
THE KOIDU KIMBERLITES IN A PROJECT TO BE KNOWN AS
"THE KOIDU KIMBERLITE PROJECT"

Handwritten mark

Handwritten mark



Clause 1	DEFINITIONS	4
Clause 2	DURATION OF MINING LEASE; PROFIT SHARING AGREEMENT.....	5
Clause 3	RENEWAL OF MINING LEASE	6
Clause 4	REPRESENTATIONS AND WARRANTIES	7
Clause 5	WORK OBLIGATIONS	8
Clause 6	OBLIGATIONS AND RIGHTS OF THE LESSEE	8
Clause 7	SECURITY.....	9
Clause 8	SORTING, VALUATION, MARKETING AND SALE OF DIAMONDS.....	9
Clause 9	UNDERGROUND MINING	10
Clause 10	LOCAL PROCUREMENT	10
Clause 11	EMPLOYMENT AND TRAINING	10
Clause 12	HEALTH AND SAFETY	11
Clause 13	PROTECTION OF THE ENVIRONMENT	11
Clause 14	GOVERNMENT ASSISTANCE.....	12
Clause 15	FISCAL REGIME.....	12
Clause 16	LIMITATION ON AGGREGATE FISCAL IMPOSTS.....	17
Clause 17	MANAGEMENT OF FUNDS.....	18
Clause 18	FINANCIAL STATEMENTS AND BOOKS	20
Clause 19	CONFIDENTIALITY AND DISCLOSURE.....	20
Clause 20	CHANGE OF CONTROL.....	21
Clause 21	ASSIGNMENT	21
Clause 22	SUBCONTRACTORS	22
Clause 23	FORCE MAJEURE.....	22
Clause 24	TERMINATION OF MINING LEASE.....	23
Clause 25	CORRUPT PRACTICES	24
Clause 26	APPLICABLE LAW.....	24
Clause 27	CONCILIATION AND ARBITRATION.....	24
Clause 28	NOTICES	25
Clause 29	NON VARIATION	25
Clause 30	RATIFICATION	26
Schedule 1	THE MINING LEASE AREA	27
Schedule 2	PROGRAMME OF PROPOSED MINING OPERATIONS	30
Schedule 3	MINERALS INCLUDED WITHIN THE MINING LEASE.....	33
Schedule 4	HANDLING, SORTING, VALUATION, EXPORT AND MARKETING OF DIAMONDS.....	33
Schedule 5	EMPLOYMENT AND TRAINING	35
Schedule 6	MINE CLOSURE AND RECLAMATION.....	36
Schedule 7	PROFIT SHARING.....	37

Handwritten signature or initials

Handwritten signature or initials

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25